

PRUDENTIAL FINANCIAL INC  
Form 8-K  
December 04, 2008

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): December 4, 2008**

**PRUDENTIAL FINANCIAL, INC.**

(Exact name of registrant as specified in its charter)

**New Jersey**  
(State or other jurisdiction  
of incorporation)

**001-16707**  
(Commission File Number)  
  
**751 Broad Street**

**22-3703799**  
(I.R.S. Employer  
Identification No.)

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Newark, New Jersey 07102

(Address of principal executive offices and zip code)

(973) 802-6000

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. **Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)**
  
- .. **Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)**
  
- .. **Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))**
  
- .. **Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))**

**Item 7.01 Regulation FD Disclosure.**

Prudential Financial, Inc., a New Jersey corporation (the Company), issued a news release announcing its 2008 and 2009 earnings guidance. The Registrant is furnishing a copy of the news release as Exhibit 99.1 hereto.

The Company is also furnishing, as Exhibit 99.2 hereto, a copy of additional slides being presented at its Investor Day conference held on December 4, 2008 setting out the 2008 and 2009 earnings guidance.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits.**

- 99.1 News release of Prudential Financial, Inc., dated December 4, 2008, announcing its 2008 and 2009 earnings guidance (furnished and not filed).
- 99.2 Slide presentation of Prudential Financial, Inc. at its Investor Day conference on December 4, 2008 setting out its 2008 and 2009 earnings guidance (furnished and not filed).

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 4, 2008

PRUDENTIAL FINANCIAL, INC.

By: /s/ Brian J. Morris  
Name: Brian J. Morris  
Title: Assistant Secretary

**Exhibit Index**

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| 99.1               | News release of Prudential Financial, Inc., dated December 4, 2008, announcing its 2008 and 2009 earnings guidance (furnished and not filed).                                  |
| 99.2               | Slide presentation of Prudential Financial, Inc. at its Investor Day conference on December 4, 2008 setting out its 2008 and 2009 earnings guidance (furnished and not filed). |